ORIGINAL

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

STIPULATED AGREEMENT

This agreement made and entered into, by and between the State of Illinois acting by and through the Illinois commerce Commission hereinafter referred to as the "Commission", the Union Pacific Railroad Company hereinafter referred to as the "Company", and the State of Illinois, Department of Transportation hereinafter referred to as the "Department".

WITNESSETH:

WHEREAS, it has come to the attention of the Commission that inquiry should be made into the matter of improving public safety at the grade crossings of the Company's track(s) with certain public highways in Illinois, set forth in Appendix A attached hereto; and

WHEREAS, proper investigation has been made of the circumstances surrounding the aforesaid rail-highway grade crossings by the Commission's Railroad Section Staff; and

WHEREAS, the physical aspects, including geometrics of the intersections, train movements, vehicular traffic volumes, and all other pertinent data relating to the crossings has been obtained and shown on Exhibits A-I through A-57, attached to the Agreement; and

WHEREAS, the parties are mutually agreeable to accomplish the proposed improvements upon a determination of the Commission by Order.

NOW, THEREFORE, in consideration of the premises and of the mutual covenants and agreements as hereinafter contained, the parties pray that the Commission enter an Order according to the provisions of Section 18c-7401 of the Illinois Commercial Transportation Law requiring that certain improvements as hereinafter stated be made and that the cost for the proposed improvements be divided among the parties according to law and that, in the interest of the statewide traveling public, the Grade Crossing Protection Fund of the Motor Fuel Tax Law be required to bear a substantial portion of the cost; To Wit the parties agree as follows:

<u>Section 1:</u> All improvements encompassed by this agreement shall be made in accordance with all applicable State laws, rules, standards, regulations and orders and procedures in general.

<u>Section 2:</u> The parties are of the opinion that in the interest of public safety the following improvements should be made along Illinois' High-Speed Rail corridor:

a) the Company should install automatic flashing light signals equipped with four quadrant gates and vehicle detection that are designed to provide for a minimum of 30 seconds warning time at each of the fifty six (56) crossings set forth in Appendix A attached hereto and thereafter maintain same; The exit gates at each location should not be installed until the four quadrant gate installations required by the Commission's Order in Docket T01-0025 are tested and found to be fully operational by the parties; the Company should install a standard system of automatic flashing light signals and gates at the Aurora Street crossing in Pontiac, Illinois as set forth in Appendix A attached hereto and thereafter maintain same;



b) the highway approaches should be improved a minimum of twenty (20) feet on each side of the aforesaid fifty six (56) crossings to accommodate the installation of the vehicle detection system. The work will be included in an existing crossing surface renewal project planned by the Department and the Company.

Section The Company has prepared an estimate of cost to accomplish the proposed improvements which it may be required to perform: said estimate is attached as Exhibit B.

Section 4: The Company shall upon the Commission's Order, according to the requirements contained therein, proceed toward the completion of the work proposed herein accomplishing the improvements with its own forces or appropriate contracted services and agrees that an appropriate time for the submission of any plans should be two (2) months from the date of the Commission Order, the submission of a progress report should be six (6) months from the date of the Commission Order and for completion of the work should be August 10, 2002. Said progress report shall include the Commission Order Number, the Order Date, the project completion date as noted in the Order, crossing information (Inventory Numbers and Railroad Mileposts), type of improvement, and project manager information (the name, title, mailing address, phone number and facsimile number of the Company employee responsible for management of the project.)

Section The parties hereto agree that an equitable division of cost to perform the proposed improvements should be:

- a) the cost for the Company to perform the aforesaid warning system installations as set forth in Section 2a) herein, at the fifty five (55) crossings on the local highway system, estimated to be \$14,154,951 should be allocated 90% of the actual cost, not to exceed \$12,739,456 to the Grade Crossing Protection Fund of the Motor Fuel Tax Law (GCPF), 10% not to exceed \$1,415,495 to the Department and any remaining installation cost to the Company; the Company should bear the future maintenance cost less the cost differential between maintaining conventional two gate systems and four quadrant gate systems; the Department should bear the aforesaid cost differential once the four quadrant gate systems are fully operational and the cost differential has been determined by the parties;
- b) the cost to perform the highway approach improvements as set forth in Section 2b) herein, at the fifty four (54) crossings on the local highway system, estimated to be \$405,000 should be allocated 90% of the actual cost, not to exceed \$364,500 to the Grade Crossing Protection Fund of the Motor Fuel Tax Law (GCPF) and the remaining 10% to the Department;
- c) the cost for the Company to perform the aforesaid warning system installations as set forth in Section 2a) herein, at the two (2) crossings on the state highway system, estimated to be \$446,196 should be allocated 100% of the actual cost, not to exceed \$446,196 to the Department and any remaining installation cost to the Company; the future maintenance cost should be borne in the same manner as set forth in paragraph a) above;
- d) the cost to perform the highway approach improvements as set forth in Section 2b) herein, at the two (2) crossings on the state highway system, estimated to be \$15,000 should be allocated 100% of the actual cost to the Department.

<u>Section 6:</u> This agreement shall be binding upon the parties hereto, their successors or assigns. Upon execution of this agreement by all parties, the Commission shall within 60 days enter an appropriate order accepting or rejecting such stipulation according to the provisions contained herein.

<u>Section 7:</u> All bills for expenditures authorized to be reimbursed from the Grade Crossing Protection Fund shall be submitted to Mr. Gary Williams of the Departments Bureau of Railroads at 2300 S. Dirksen Parkway, Springfield, Illinois 62764, as provided under the Department and Company's existing High-Speed Rail agreement; the final bill for expenditures shall be clearly marked "Final Bill", and authorization for reimbursement from the Grade Crossing Protection Fund shall expire and the Department shall de-obligate all residual Grade Crossing Protection Fund money twelve (12) months after the completion date specified in the Order.

<u>Section 8:</u> The Company shall file a written report with the Director of Processing and Information of the Commission within six (6) months from the date of the Order stating the status of expenditures of the total project and percentage of completion of the project; if the project is behind schedule the report must also include a brief explanation of the reason (s) for the delay.

<u>Section 9:</u> This agreement shall supersede the cost and scope of work of the Department and Company's existing High-Speed Rail agreement as it pertains to warning device improvements at the fifty seven (57) public grade crossings set forth in Appendix A attached hereto.

In Witness Whereof, the parties have caused this agreement to be executed by their duly authorized officers, as of the dates indicated herein.

Executed by the Commission this 20th day of April, 2001.

Michael E. Stead Rail Safety

Program Administrator

Attest:

Charles Broers
Rail Safety Section

Illinois Commerce Commission Stipulated Agreement No. 959 concerning signal and gate improvemer
at fifty seven (57) highway crossings with the Union Pacific Railroad Company between Springfiel
Sangamon County and Gardner, Grundy County, Illinois .

Executed by the Company this _____ day of ______ day

UNION PACIFIC RAILROAD COMPANY

By Shamas JC (Title)

CHIEF ENGINEER

Attest:

MAY-23-2001 08:53

IDOT LOCAL ROADS

217 782 9158 **P.Ø3**

Illinois Commerce Commission Stipulated Agreement No. 959 concerning signal and gate Improvements at fifty seven (57) highway crossings with the Union Pacific Railroad Company between Springfield, Sangamon County and Gardner, Grundy County, Illinois.

Executed by the Department this 23 od day of ______

STATE OF ILLINOIS **DEPARTMENTOFTRANSPORTATION**

By Director of Aighways

Phase II Illinois High-Speed Rail Warning Device Improvements at Public Crossings

Street	City	USDOT	Milepost	New Warning Devices
Andrew Road	Sherman	294 281X	177.78	4-Q Gates
TR33 /Wolf Creek Rd	near Sherman	294 280R	176.60	4-Q Gates
Main Street	Williamsville	294 275U	173.00	4-Q Gates
TR5 (MP 172.35)	near Williamsville	294 272Y	172.35	4-Q Gates
TR50A	near Williamsville	294 270K	169.80	4-Q Gates
TR199A	near Elkhart	294 269R	168.50	4-Q Gates
Ogelsby Street	Elkhart	294 267C	167.30	4-Q Gates
Oak Street	Broadwell	294 263A	163.45	4-Q Gates
TR149A	near Broadwell	294 261 L	161.30	4-Q Gates
TR128	near Lincoln	294 260E	159.40	4-Q Gates
TR93	near Lincoln	290 982X	153.46	4-Q Gates
TR222	near Lincoln	290 980J	152.46	4-Q Gates
Lincoln Street	near Lincoln	290 978H	150.15	4-Q Gates
Main Street	Lawndale	290 977B	149.75	4-Q Gates
Lazy Row Road / TR51	near Lawndale	290 975M	147.60	4-Q Gates
Race Street	Atlanta	290 973Y	145.85	4-Q Gates
Vine Street	Atlanta	290 972s	145.81	4-Q Gates
Elm Street	Atlanta	290 971 K	145.75	4-Q Gates
TR 38	North of Atlanta	290 967V	143.72	4-Q Gates
US 136 (State System)	McLean	290 964A	141.16	4-Q Gates *
Center Street	McLean	290 962L	140.91	4-Q Gates
TR533	North of McLean	290 960X	139.12	4-Q Gates
Funks Grove Road	Funk Grove	290 957P	136.35	4-Q Gates
TR443	near Bloomington	290 955B	133.70	4-Q Gates
Six Point Road	Bloomington	290 950s	128.09	4-Q Gates
Miller	Bloomington	290 949x	127.19	4-Q Gates
Division Street	Chenoa	290 776K	102.04	4-Q Gates
Owsley Street	Chenoa	290 779F	102.37	4-Q Gates
Cemetery St. (US24)	Chenoa (State Sys.)	290780A	102.57	4-Q Gates *
TR1B (County Line Rd)	near Chenoa	290 775D	101.44	4-Q Gates
TR209	near Chenoa	290 774w	100.87	4-Q Gates
TR195A	near Chenoa	290 771 B	99.20	4-Q Gates
CH8	near Chenoa	290 770u	98.08	4-Q Gates
TR159 (1400N)	near Pontiac	290 765X	95.85	4-Q Gates

Street	City	USDOT	Milepost	New Warning Devices
Aurora Street	Pontiac	290 749N	90.62	2-Gates
TR113B/Bunge Road	near Cayuga	290 748G	88.90	4-Q Gates
TRIO1	Cayuga	290 747A	86.92	4-Q Gates
TR69	near Odell	290 742R	82.69	4-Q Gates
Hamilton Street	Odell	290 739H	81.72	4-Q Gates
Vermillion Street	Odell	290 7388	81.65	4-Q Gates
Scott Street	Odell	290 737u	81.52	4-Q Gates
Prairie Street	Odell	290 736M	81.43	4-Q Gates
TR47B/2700N	near Odell	290 735F	80.21	4-Q Gates
TR41 C/2800N	near Odell	290 734Y	78.96	4-Q Gates
TR216B/2400E	near Dwight	290 732K	76.88	4-Q Gates
TR220	near Dwight	290 730w	75.93	4-Q Gates
TR19C (3100N)	near Dwight	290 7290	74.93	4-Q Gates
Livingston Road/TR1H	near Dwight	290 535W	71.95	4-Q Gates
Mazon Road	near Dwight	290 534P	71.14	4-Q Gates
Scully Road	near Dwight	290 533H	70.52	4-Q Gates
Stonewall Road	near Dwight	290 531 u	69.09	4-Q Gates
Gorman Road	near Gardner	290 527E	66.91	4-Q Gates
Main Street	Gardner	290 522V	64.75	4-Q Gates
Jefferson Street	Gardner	290 521 N	64.63	4-Q Gates
Division Street	Gardner	290 519M	64.47	4-Q Gates
Washington Street	Gardner	290 518F	64.36	4-Q Gates
Carbon Hill Road	near Gardner	290 517Y	64.07	4-Q Gates

^{* -} Crossings located on State Highway System

EXHIBIT B

DATE: 2001-04-11

ESTIMATE OF MATERIAL AND FORCE ACCOUNT WORK BY THE UNION PACIFIC RAILROAD

DESCRIPTION OF WORK:

INSTALL HIGHWAY CROSSING WARNING SYSTEMS WITH 4 QUADRANT GATES AT 79 MILES PER HOUR WITH 40 SECOND WARNING TIME.

MP. 64.07 - 177.78 JOLIET & SPRINGFIELD SUBDIVISIONS

SIGNAL PROJECT MANAGER: H.L. MARTIN

0271-4692

PID: 38641 AWO: MP.SUBDIV: 118.96, JOLIET SERVICE UNIT: 04 CITY: SPRINGFIELD STATE: IL

DESCRIPTION	QTY	UNIT	LABOR	MATERIAL	RECOLL	UPRR	TOTAL
ENGINEERING WORK							
ENGINEERING WORK ENGINEERING 387.2 DU.			240838		240839		240838
LABOR ADDITIVE			449411		449471		449411
SIGNAL			366556		366556		366556
TOTAL ENGINEERING			1056865		1056865		1056865
SIGNAL WORK							
BILL PREP			22688		22688		22688
EQUIPMENT RENTAL					105720		105720
LABOR ADDITIVE			1563384		1563384		1563384
MATL STORE EXPENSE				346627	346627		346627
PERSONAL EXPENSES					1004240		1004240
SALES TAX				277300	277300		277300
SIGNAL				3 6932525			9022518
TRANSPORTATION CHARGES				60500			60500
USAGE EQUIPMENT				338304			338304
WORK ZONE TRAFFIC CNTRL					356805		356805
TOTAL SIGNAL			3676065	9422021	13098086		13098066
			**				
LABOR/MATERIAL EXPENSE			4732930	9422021	~ ~ ~ ~ ~ ~ ~ ~ ~		
RECOLLECTIBLE/UPRR EXPI					14154951	0	
ESTIMATED PROJECT COST							14154951
EXISTING REUSEABLE MAT	ERIAI	L CREI	DIT		0		
SALVAGE NONUSEABLE MAT	ERIA	L CREI	DIT		0		
RECOLLECTIBLE LESS CREI	DITS						

THE ABOVE FIGURES ARE ESTIMATES ONLY AND SUBJECT TO FLUCTUATION. IN THE **EVENT** OF **AN** INCREASE OR **DECREASE** IN THE COST OR **QUANTITY** OF MATERIAL **OR** LABOR **REQUIRED**, **UPRR** WILL BILL FOR ACTUAL CONSTRUCTION COSTS **ATTHE** CURRENT EFFECTIVE **RATE**.

FORM 30-1

PAGE 01 MORE

HORK ORDER AUTHORIZATION-DETAIL OF ESTIMATED EXPENDITURES

EST START: 01-01-02

PRELIMINARY

EST COM: 12-31-02

NO OVERTIME APPLIES

A.W.Q. NO:

W.O. NO:

B.I. NO: OLENDOO

PROJ ND: 38641

STATE: TL

VAL SEC: 11012

RAILROAD: UPRR CO.

MP 146.81

MP 145.85

VINE STREET

RACE STREET

LOCATION: CROSSING WARNING SYSTEMS

DEPARTMENT: ENGINEERING SERVICES

SERVICE UNIT: 04

INSTALL HIGHWAY CROSSING WARNING SYSTEMS WITH 4 QUADRANT GATES AT 79 MILES PER HOUR WITH 40 SECOND WARNING TIME. MP. 64.07 - 177.78 JOLIET & SPRINGFIELD SUBDIVISIONS

SIGNAL PROJECT MANAGER: H.L. HARTIN

8271-4692

MP.	64.07	STRON ROAD	
MP.	64.36	WASHINGTON STREET	
w.	64.47	DIVISION STREET	
MP.	64.63	JEFFERSON STREET	
MP.	64.75	HAIN STREET	
MP.	66.91	GORMAN ROAD	
KP,	69.09	STONEWALL ROAD	
MP.	70.52	SCULLY ROAD	
MP.	71.14	MAZON ROAD	
HP	71.96	LIVINGSTON ROAD/TR1H	
MP	74.93	TRISB	
MP	76.95	TR220	
MP	76.88	TR216B/2400É	
Ht.	78.96	TR41C/2800H	
MP	00.21	TR47B/2700N	
MP	81.43	PRAIRIE STREET	
111	81.52	SCOTT STREET	
HP	81.65	TREMONY STREET	
tep	81,72	HAMILTON STREET	
HP	82.69	1R69	
MP	86.92	"AI" STREET	
MP	88.90	TRII3A/BUNGE ROAD	
HP	90.62	AURORA STREET	(2 SATE SYSTEM)
HP	96.85	TR159 (1400N)	
HP	98.08	CRB	
W	99.20	TR195A	
HP	100.87	TR209	
ΗP	101.44	TRIB (COUNTY LINE ROAD)	
HP	102.04	DIVISION STREET	
MP	102.37	OWSLEY STREET	
HP	127.19	MILLER STREET	
M	128.09	S W POINT RÓAD	
HP	133.76	TR443	
MP	136.35	FUNKS CROVE WAD	
HP	139.12	TR533	
HP	140.91	RAILROAD AVENUE	
MP	143.72	TR 36	
MP	145.75	ELM STREET	

P.04/10

APR 19'01 14:03 FR UNION PACIFIC-ENGSUC 402 280 7299 TO 9121 77857404

FORM 30-1

PAGE 02 NOR2

WORK ORDER AUTHORIZATION-DETAIL OF ESTIMATED EXPENDITURES

EST START: 01-01-02

PRELIMINARY

. EST COMP: 12-31-02

RAILROAD: UPRR CO.

A.W.O. NO: W.D. No:

8.1. NO: 01EN000

PROJ NO: 38641

STATE : IL

VAL SEC: 1101Z

MP	147.60	LAZY W V ROAD / TRS1
HP	149.76	HAIN STREET
HP	1 5 0.15	LINCOLN STREET
MP	162.46	TR222
HP	153.46	TR93
MP	159.40	TR128
MP	161.30	TR149A
МP	163.45	MAIN STREET
MF	167.30	OGELSBY STREET
HP	168.50	TR199A
MP	169.80	TR50A
MP	172.33	TR5 (NP 172.35)
HP.	173.00	MAIN STREET
MP	176.60	TR33 / WOLF CREEK RD

MP 177.78 ANDREW ROAD

LOCATION: CROSSING WARNING SYSTEMS

DEPARTMENT: ENGINEERING SERVICES

FORM 30-1

PAGE 03 HORE WORK ORDER AUTHORIZATION-DETAIL OF ESTIMATED EXPENDITURES

EST START: 01-01-02

PRELIMINARY

. EST COMP: 12-31-02

RAILROAD: UPRR co.

LOCATION: CROSSING WARNING SYSTEMS DEPARTMENT: ENGINEERING SERVICES

PROJ NO: 38641 A.W.D. No:

W.O.ND:

5.1. NO: 01EN000

STATE: IL VAL SEC: 11012

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FORM 38-1

LABOR PLAN

PAGE 04 HORE

HORK DRDER AUTHORIZATION-DETAIL OF ESTIMATED EXPENDITURES

EST START: 01-01-02 PRELIMINARY PROJ NO: 38641

EST COMP: 12-31-02 A.N.D. NO: W.D. NO: W.D. NO: W.D. NO: DENO: NO: DECATION: CROSSING WARNING SYSTEMS STATE: IL DEPARTMENT: ENGINEERING SERVICES VAL SEC: 11012

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P.07/10

FORM 30-1

PAGE 95 HORE NORK ORDER AUTHORIZATION-DETAIL OF ESTIMATES EXPENDITURES

EST START: 01-01-02

RAILROAD: UPRR CO.

PRELIMINARY

_ E S T COMF: 12-31-02

LOCATION: CROSSING WARNING SYSTEMS

DEPARTMENT: ENGINEERING SERVICES

PROJ No: 38641 A.W.O. No:

H.O. NO:

6.1. NO: 01EN000

STATE: IL

VAL SEC: 1101Z

FORN 30-1

PAM 66 HORE WORK ORDER AUTHORIZATION-DETAIL OF ESTIMATED EXPENDITURES

EST START: 01-01-02

PRELIMINARY

PROJ NO: 38641

A.W.O. NO:

FEST COMP: 12-31-62

N.D. NO:

RAILROAD: UPRR CO.

8.7. NO: 01EH000

LOCATION: CROSSING WARNING SYSTEMS DEPARTMENT: ENGINEERING SERVICES

STATE: | L "AL SEC; **1101Z**

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FORM 30-1

WORK ORDER AUTHORIZATION-DETAIL OF ESTIMATED EXPENDITURES

EST START: 01-01-02 *EST COMP: 12-31-02

RAILROAD: UPRR CO.

LOCATION: CROSSING WARNING SYSTEMS

DEPARTMENT: ENGINEERING SERVICES

PRELIMINARY

PROJ NO: 38641

PAGE 07 NONE

A.W.D. No:

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B.I. NO: OLENODO

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ESTIMATED BY: EEMG309 CIDE: 101019 00 TOTAL ESTIMATED EXPENITURES: \$14,154,951

DATE: 04-11-2001 APPROVED BY:

APPROVED BY:

APR 19'01 14:04 FR UNION PACIFIC-ENGSUC 402 280 (298 10 9121((80:404 FACE 08 LAS) שו/שו. ד WORK ORDER AUTHORITY-DETAIL OF ESTIMATED CREDITS

EST START: 01-01-02 EST COMP: 12-31-02 PRELIMINARY

PROJ No: 38641

A.W.D. NO:

W.Q. NO:

B.I. W : 01EN000

STATE: IL

"A' SEC: 11017

RAILROAD: UPRR CO. LOCATION: CROSSING WARNING SYSTEMS

DEPARTMENT: ENGINEERING SERVICES

LEDGER JOB ACCT VALUE SALVAGE NO. NO. DESCRIPTION 1 1 · XX MAIN LINE• * F !! • I

900 RET. SIGNAL

ESTIMATED CREDIT TO 'RESERVE PROPERTY RETIRED AND NOT TO SE REPLACED' \$ _ ESTIMATED CREDIT TO 'EQUIPMENT RETIRED' \$ _ ESTIMATED CREDIT TD \$ _

ESTIMATED BY: EENG309 CIDM: 101019 000

DATE: W-11-2001 APPROVED BY:

APPROVED BY:

DATE: 2001-04-12

ESTIMATE OF MATERIAL AND FORCE ACCOUNT WORK B Y THE UNION PACIFIC RAILROAD

DESCRIPTION OF WORK:

INSTALL HIGHWAY CROSSING WARNING SYSTEMS WITH 4 QUADRANT GAZES AT 79 MILES PER HOUR WITH 40 SECOND WARNING TIME.

MP. 102.57 & 141.16 JOLIET & SPRINGFIELD SUBDIVISIONS SIGNAL PROJECT MANAGER: H. J. MARTIN 8271-4692

PID: SERVICE UNIT:	40135 04	_		igfi <u>e</u> ld		DIV: ATE: L	102.57,	Joliet
DESCRIPTION		OffV	TIMTT	T.7\B\D	MATERIAL	TI TONTEG	TIDE	10 m/

DESCRIPTION	QTY	UNIT	LABOR	MATERIAL	RECOLL	UPRR	TOTAL
*e-w-				~ ~~~			
ENGINEERING WORK							
ENGINEERING 8.8 DU			5474		5474		5474
LABOR ADDITIVE			18468		18468		18468
SIGNAL			9916		9916		9916
TOTAL ENGINEERING			33858		33858	* TOTAL	33858
SIGNAL WORK							
BILL PREP			900		900		900
EQUIPMENT RENTAL				3150	3150		3150
LABOR ADDITIVE			66817		66817		66817
MATL STORE EXPENSE				6369	6369		6369
PERSONAL EXPENSES				29925	29925		29925
SALES TAX					as49		8549
SIGNAL			57144	220,00	270880		270880
TRANSPORTATION CHARGES				2200			2200
usage equipment					10080		10080
WORK ZONE TRFC CONTROL		_		10632	10632		10632
TOTAL SIGNAL			124861	284641	409502		409502
TRACK & SURFACE WORK							
LABOR ADDITIVE		_	2636		2836		2836
TOTAL TRACK & SURFACE			2836		2636		2636
LABOR/MATERIAL EXPENSE		-	161555	284641			
RECOLLECTIBLE/UPRR EXP			101333	VOADAT	446196	0	
ESTIMATED PROJECT COST							446196
Existing reuseable mat					0		
salvage nonușeable mat	ERIA	CREDI	Т		0		
				!			

RECOLLECTIBLE LESS CREDITS

THE ABOVE FIGURES ARE ESTIMATES ONLY AND SUBJECT TO FLUCTUATION. IN THE EVENT OF AN INCREASE OR DECREASE IN THE COST OR QUANTITY OF MATERIAL OR LABOR REQUIRED, UPRR WILL BILL FOR ACTUAL CONSTRUCTION COSTS AT THE CURRENT EFFECTIVE RATE.